

MEETING MINUTES
March 24, 2022

The Board of Directors of Vaya Health conducted its regular meeting on Thursday, March 24, 2022, at the Hampton Inn & Suites, located at 835 Brevard Road, Asheville, NC, 28806, with PUBLIC ACCESS via electronic communication only (real-time two-way audio and/or visual communication, i.e., telephone and WebEx). Note that the meeting was originally scheduled to take place at the Vaya Health Administrative Offices, located at 200 Ridgefield Court, Suite 218, Asheville, NC 28806, but was re-located due to a safety threat at the Ridgefield office.

<i>In Attendance:</i>	<i>Attending:</i>	<i>Apologies:</i>
Nancy Baker	X	
Ronnie Beale	X	
Patrick Betancourt	X	
Dan Brummitt	X	
Ira Dove	X	
Dr. Tim Fitzsimons	X (By Phone)	
Rick French (Chair)	X	
Billy Kennedy	X	
Cedric Jones	X (Proxy to Dan Brummitt)	
Judy Klusman	X (By Phone)	
William "Bill" Lapsley	X	
Page Lemel		X
Pat McGinnis	X	
Mike Norris	X	
Carson Ojamaa	X (By Phone)	
John Paisley	X (By Phone)	
Brandon Pittman	X	
Benita Purcell	X (By Phone)	
Dakisha "DK" Wesley	X (By Phone)	
Mary Ann Widenhouse	X	
Ashley Wooten	X	

Also attending the March 24, 2022 Board of Directors meeting:

Brian Ingraham, President & Chief Executive Officer; Tracy Hayes, General Counsel & Chief Compliance Officer; Larry Hill, Executive Vice President and Chief Finance Officer; Dr. Richard Zenn, Chief Medical Officer; Rhonda Cox, EVP & Chief Population Health Officer; J.K. Coward, Board Attorney; Dave Richard, NC Medicaid Deputy Secretary; Debra Farrington, NC Medicaid Chief of Staff; Yvonne French, DHHS Liaison; Emily Bridge, VP of Enterprise Change Management; Brian Shuping, VP of Community Relations; Mickie Hilbert, ISD Chief of Staff; Deborah Hendren, Member Engagement Manager; Trevor Sharp, Service Desk Manager; Mikhail Korolchuk, Support Specialist II; Zane Ullman, Support Specialist II; Christina Rose Carter, Executive Business Manager & Secretary to the Board; and one members of the public.

A. Call to Order and Roll Call:

Mr. Rick French called the meeting to order at 4:30 p.m.

B. Approval of Agenda and February 2022 Board Retreat Minutes

Mr. Billy Kennedy made a motion to approve the agenda and the February 24-25, 2022 Board Retreat minutes, as presented. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

C. Public Comment

No members from the public attended the March 24, 2022 Board meeting.

D. Conflict of Interest Disclosure

Ms. Tracy Hayes, General Counsel and Chief Compliance Officer, opened the floor for Board members to advise a potential conflict of interest. Mr. Billy Kennedy disclosed that he is a Board member of Cannon Memorial Hospital. The Board acknowledge this potential conflict of interest and considers it resolved based on Mr. Kennedy's commitment to recuse himself from any votes directly involving Cannon Memorial Hospital.

E. Report of the Chair

Mr. Rick French, Board Chair, advised there was no report to be provided to the Board.

F. Report of Regional Boards

Collectively, Regional Board Chairs expressed the commitment of the Regional Boards to helping members and stakeholders within the catchment area move forward productively as changes within the system take place.

G. Closed Session pursuant to N.C. Gen. Stat. §143-318.11(a)(1) to prevent the disclosure of competitive health care information that is privileged or confidential pursuant to N.C. Gen. Stat. §122C-126.1, or not considered a public record within the meaning of Chapter 132 of the General Statutes; or to consult with attorneys pursuant to N.C. Gen. Stat. §143-318.11(a)(3).

Mr. Mike Norris made a motion for the Board of Directors to enter closed session. Mr. Billy Kennedy seconded the motion.

Motion unanimously approved.

The Board of Directors entered closed session at 4:47 p.m.

Mr. Billy Kennedy made a motion for the Board of Directors to resume open session. Mr. Dan Brummitt seconded the motion.

Motion unanimously approved.

The Board of Directors resumed open session at 5:26.

H. Report of the Chief Executive Officer

Mr. Brian Ingraham, President and CEO, prepared the Board for the upcoming discussion with Mr. Dave Richard, Deputy Secretary for North Carolina Medicaid, and Debra Farrington, North Carolina Medicaid Chief of Staff, both of whom were scheduled to participate in the meeting via phone to discuss the Department's proposed Children and Families Specialty Plan (CFSP).

Mr. Dave Richard then joined the meeting.

Mr. Dave Richard stated that dual eligibles and foster care were areas of focus for the North Carolina General Assembly in regard to the proposed statewide CFSP. The Board expressed concerns about the timing of the CFSP request for proposal and implementation given the December 1, 2022 launch of the BH and I/DD Tailored Plans. The Board questioned how LME/MCOs would bid in the future and asked for clarification on why another statewide plan was needed as the current LME/MCO region is established and managing quality care sensitive to community member needs and unique challenges.

Mr. Ronnie Beale expressed concerns that fast tracking the statewide CFSP could lead to rural areas facing situations where care is not responsive to rural citizens, not in tandem with local DSS staff, and not working in alignment with the Tailored Plan.

The Board voiced concerns over the lack of CFAC input regarding the CFSP.

Mr. Brian Ingraham articulated how LME/MCOs have worked with local Departments of Social Services to provide responsive care, making progress that ultimately benefits individual members, and expressed concerns regarding a statewide CFSP's potential lack of connection to providers, clinicians, and needed services that benefit members.

I. Report of Finance Committee and Finance Officer

Mr. Larry Hill, Executive VP and Chief Finance Officer, presented the Finance report to the Board. The presentation included FY 21-22 financial reports and dashboards ending in January 2022.

Mr. Billy Kennedy made a motion to approve Financial Dashboards and Reports, as presented. Mr. Mike Norris seconded the motion.

Motion unanimously approved.

Mr. Hill presented FY 21-22 Budget Revision No. 4 to the Board for approval.

Mr. Mike Norris made the motion to approve Budget Revision No. 4, as presented. Mr. Billy Kennedy seconded the motion.

Motion unanimously approved.

J. Report of the Regulatory Compliance & Quality Committee

Mr. Billy Kennedy shared the RCQC report and highlighted that the Transitions to Community Living Initiative is going well, admissions were up, and there was an increase in calls.

K. Report of the Provider Advisory Council

Ms. Carson Ojamaa, PAC President, updated the Board on recent PAC activities. Ms. Ojamaa shared that the Employer of Record (EOR) subcommittee was established and is collecting feedback for a draft survey to publish with providers. Ms. Ojamaa discussed with the Board concerns over provider staff shortages due to noncompetitive wage offerings and increases in service rates. In response to provider advocacy and expressed concerns, the PAC created three ad hoc groups to review potential prioritization for service rate increases: Mental Health/Substance Use, Intellectual or Developmental Disabilities, and Comprehensive Care Center.

L. Report of the Consumer & Family Advisory Committee

Ms. Pat McGinnis updated the Board on recent regional CFAC meetings held this month. The report included updates on recent meetings, elections, CFAC Steering Committee, and topics of interest.

M. Other Business

No other business was discussed.

N. Adjournment

Mr. Mike Norris made a motion to adjourn. Mr. Billy Kennedy seconded the motion.

Motion unanimously approved.

Meeting adjourned at 6:49 p.m.



Christina Rose Carter,
Executive Business Manager and Secretary to the Board